

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

COMERICA BANK, a Texas banking association,
successor in interest by merger to Comerica Bank, a
Michigan banking corporation,

Plaintiff,
v.
Case No. 2:10-cv-13089
Hon. George Caram Steeh
Mag. Judge Mark A. Randon

CATALINA PRECISION PRODUCTS, INC., a
Delaware corporation, and UFE INCORPORATED,
a Minnesota corporation,

Defendants.

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**ORDER APPROVING RECEIVER'S FINAL REPORT AND ACCOUNTING,
TERMINATING THE RECEIVERSHIP, DISCHARGING THE
RECEIVER AND CANCELLING THE RECEIVER'S BOND**

The Receiver filed its Motion for Order Approving the Receiver's Final Report and Accounting, Terminating the Receivership, Discharging the Receiver and Cancelling the Receiver's Bond ("Motion")¹; a hearing was held on the Motion after notice to all parties in

¹ All capitalized terms not defined in this Order shall have the meanings set forth in the Motion.

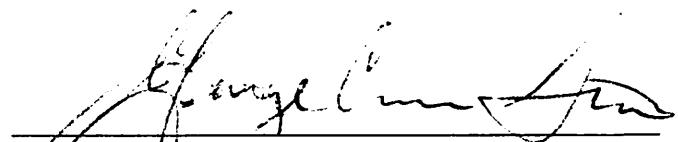
interest; the Court finds good cause for entry of this Order and is otherwise advised in the premises;

NOW, THEREFORE, IT IS HEREBY ORDERED as follows:

1. The Motion is granted in its entirety.
2. The Receiver's Final Report and Accounting attached as Exhibits A and B to the Motion are approved.
3. The Receivership is terminated, subject to the terms of this Order.
4. The Receiver is fully discharged and relieved of all of its duties, responsibilities and obligations under the Receivership Order. However, nothing in this Order shall be construed to limit, modify or terminate the provisions of the Receivership Order, and in particular paragraphs 10 and 14 of the Receivership Order.
5. The Receiver's Bond is cancelled.
6. The Receiver is authorized to complete whatever actions are necessary to obtain the Canadian Tax Refunds and the IRS Tax Refund and handle such other administrative matters which may arise relative to the receivership or the termination of this receivership.
7. As of the date of this Order, neither the Receiver, nor the firms or entities representing it, or any of its employees, professionals or agents, shall have or incur any liability for, and are expressly exculpated and released from any claims for any past, present, or future actions taken or omitted to be taken under or in connection with, related to, effecting, or arising out of this matter, including those claims arising out of the discharge of the powers and duties conferred upon the Receiver pursuant to the Receivership Order, or applicable law; except only for actions or omissions to act to the extent determined by a court of competent jurisdiction (in a final order) to be by reason of such party's gross negligence, willful misconduct, or fraud, and in all respects, such party shall be entitled to rely upon the advice of counsel with respect to its

duties and responsibilities under the Receivership Order and applicable law. It is expressly understood that any act or omission with the approval of the Court will be conclusively deemed not to constitute gross negligence, willful misconduct or fraud unless the approval of the Court was obtained by fraud or misrepresentation.

DATED: 1-26-12



HON. GEORGE CARAM STEEH
UNITED STATES DISTRICT COURT JUDGE

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